

centrica

taking care of the essentials

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FAX MESSAGE

82-4518

To: Office of International
Corporation Finance, SEC**Date:** 6 April, 2004**SUPPL****At:** 001 202 942 96 24**Ref:** Stock Exchange Announcement**From:** Secretariat**No. of pages** (incl. this one) 4

If you do not receive all the pages please contact (telephone: **01753 494008** or fax: **01753 494019**)

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Please find following a Stock Exchange Announcement recently released.

Secretariat**PROCESSED****APR 14 2004****THOMSON
FINANCIAL**dlw
4/13

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centrica*taking care of the essentials*

6 April, 2004

Office of International Corporation Finance
Division of Corporation Finance
Securities and Exchange Commission
40 Fifth Street, N.W.
Washington D.C. 20549
USA

Centrica plc
Millstream
Maidenhead Road
Windsor
Berkshire SL4 5GD

Telephone 01753 494000
Facsimile 01753 494001
www.centrica.com

Dear Sir / Madam

Centrica plc**Notification of interests of directors and connected persons**

The enclosed document is to be furnished to the Securities and Exchange Commission (the "SEC") on behalf of Centrica plc (the "Company") pursuant to the exemption from the Securities Exchange Act 1934 (the "Act") afforded by Rule 12g 3-2 (b) thereunder.

This information is being furnished under paragraph (1) of Rule 12g 3-2 (b) with the understanding that such information and documents will not be deemed to be "filed" with the SEC or otherwise subject to the liabilities of Section 18 of the Act and that neither this letter nor the furnishing of such information and documents shall constitute an admission for any purpose that the Company is subject to the Act.

Yours faithfully



For and on behalf of
Centrica plc

Centrica plc
Registered in England & Wales No 3033654
Registered Office
Millstream, Maidenhead Road
Windsor, Berkshire SL4 5GD

SCHEDULE 11**NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS**

All relevant boxes should be completed in block capital letters.

1.	Name of company Centrica plc		2.	Name of director Phillip Keague Bentley	
3.	Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of an non-beneficial interest Director named in 2		4.	Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)	
5.	Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)		6.	Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary /non discretionary	
7.	Number of shares/amount of stock acquired	8.	Percentage of issued class	9.	Number of shares/amount of stock disposed
10.		11.	Percentage of issued class	12.	
13.	Class of security	14.	Price per share	15.	Date of transaction
16.		17.	Date company informed	18.	
19.	Total holding following this notification		20.	Total percentage holding of issued class following this notification	

If a director has been granted options by the company please complete the following boxes.

17.	Date of grant 6 TH APRIL 2004	18.	Period during which or date on which exercisable 1 ST June 2007 - 30 TH November 2007
19.	Total amount paid (if any) for grant of the option Nil	20.	Description of shares or debentures involved: class, number Option over 5,161 ordinary shares of 5 ² / ₁₀ pence
21.	Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise 182.6 pence per share	22.	Total number of shares or debentures over which options held following this notification 1,644,489

23.	Any additional information Grant of an option under the Centrica Sharesave scheme	24.	Name of contact and telephone number for queries Philip Davies – 01753 494012
25.	Name and signature of authorised company official responsible for making this notification Derek Woodward – Head of Secretariat		
Date of notification – 6th April 2004			